FORM D



UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

### FORM D

## NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D. SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

OMB API	PROVAL
OMB Number:	3235-0076
Expires:	May 31, 2002
Estimated avera	age burden
hours perrespo	nse16.00

SEC USE ONLY				
Prefix	Serial			
DATE RECEIV	/ED			

Filing Under (Check box(es)	that apply): 🗌 Rule 504 🗍 Rule 505 😥	Rule 506	Section 4(6)	ULOE	PROCESSE
Type of Filing:  New Fil	ing 🔲 Amendment				PROCLO
	A. BASIC IDENTIFICATION	ON DATA			AUG 0 7 2003
1. Enter the information requ					
Name of Issuer ( check in lst United Bancorp	f this is an amendment and name has changed, . Inc.	and indicate of	hange.)		THOMSON FINANCIAL
Address of Executive Offices 741 U.S. Highway On	(Number and Street, City, State, 2 ne, North Palm Beach, FL 33408		ephone Numbe 561) 840-7	r (Including Ar 7751	rea Code)
Address of Principal Business (if different from Executive C	Operations (Number and Street, City, State, 2)	Zip Code) Tel	ephone Numbe	r (Including Ar	ea Code)
Brief Description of Business					
Bank Holding Compar	ny		Æ	RECEIVED	<b>L</b> ens
Type of Business Organization Corporation	☐ limited partnership, already formed	Ü •	ther (please spe	Alfys: 0 5 20	003
☐ business trust	☐ limited partnership, to be formed			\	
Actual or Estimated Date of Jurisdiction of Incorporation		Service abbrevi	ation for State	imated F	
GENERAL INSTRUCTIONS					

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

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2 Para da la Caració			FICATION DATA	· · · · · · · · · · · · · · · · · · ·	
2. Enter the information reque			lishin sha maas fissa ssa		
Each promoter of the iss     Each happficial owner happened to the instance of the iss					or more of a class of coults
securities of the issuer;	•				or more of a class of equity
<ul> <li>Each executive officer an</li> </ul>	d director of	corporate issuers and of	corporate general and m	anaging partner	s of partnership issuers; and
Each general and manag	ing partner o	of partnership issuers.			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if i	ndividual)				
		See Attached			
Business or Residence Address	(Number a	nd Street, City, State, 2	Cip Code)		
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if is	ndividual)				
Business or Residence Address	(Number a	nd Street, City, State, Z	ip Code)	<del> </del>	
. #*					۸
Check Box(es) that Apply:	Promoter	□ Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if it	ndividual)	······································	······································		
Business or Residence Address	(Number a	nd Street, City, State, Z	ip Code)		
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner。	☐ Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if it	idividual)				#
Business or Residence Address	(Number a	id Street, City, State, Z	ip Codě)		
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if in	dividual)				
Business or Residence Address	(Number as	nd Street, City, State, Z	ip Code)		
			<del>~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~</del>		
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if in	dividual)		*		
Business or Residence Address	(Number ar	nd Street, City, State, Z	ip Code)		
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if in	dividual)				
Rusiness or Decidence Address	(Number or	d Street City State 7	in Code)		
Business or Residence Address	(rumper an	d Street, City, State, Z	ip codes		

# Attachment to Form D of 1<sup>st</sup> United Bancorp, LLC

## Names and Addresses of Directors and Executive Officers:

David A. Friedman 741 U.S. Highway One North Palm Beach, FL 33408

Herman Jeffer 741 U.S. Highway One North Palm Beach, FL 33408

John Marino, President and Chief Operating Officer 741 U.S. Highway One North Palm Beach, FL 33408

Warren S. Orlando, Chairman of the Board 741 U.S. Highway One North Palm Beach, FL 33408

Rudy E. Schupp, Chief Executive Officer 741 U.S. Highway One North Palm Beach, FL 33408

Allen Tucker 741 U.S. Highway One North Palm Beach, FL 33408

			1.8	В.	INFORM	ATION A	BOUT OF	FERING :					
I. Has	s the issuer	sold, or	does the is	suer intend	i to sell, to	o non-accre	edited inve	stors in th	is offering	?	•••••	Yes . ₩	0.0
			• А	nswer also	in Appen	dix, Colum	n 2, if fil	ing under 1	ULOE.			~*	
2. Wh	at is the m	iinimum ir	vestment	that will b	e accepted	from any	individual	?				. \$ <u>N</u>	/A
						·						Yes	No
3. Doe	es the offer	ring permi	t joint ow	nership of	a single u	nit?			• • • • • • • • • • • • • • • • • • • •	• • • • • • • • •		Ä	
sion to b list	er the inform or similar be listed is a the name of lealer, you	remunerat an associat of the brol	tion for sol ted person ter or deal	icitation of or agent o er. If more	f purchaser of a broker than five	s in connect or dealer ( (5) person	ction with s registered v s to be list	ales of sectivith the SI ed are asso	urities in th EC and/or	e offering. with a stat	If a perso e or state:	n s, (	
Full Nam	ne (Last na	me first, i	f individu:	al)									
N	ot Appl	icable	• ,										
Business	or Residen	ce Addres	s (Number	and Stree	t, City, St	ate, Zip C	ode)			······································			
Name of	Associated	l Broker o	r Dealer		<del>-,</del>	<del></del>					<del> </del>		<del></del>
										·		····	
States in	Which Per	son Listed	Has Soli	cited or In	tends to Se	olicit Purcl	hasers	•					
(Check	"All State	s" or che	ck individ	ual States)	• • • • • • • • • • • • • • • • • • • •		• • • • • • • •			• • • • • • • • • • • • • • • • • • • •		□ All S	States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ ID ]	
{ [L ]	[IN]	[ IA ]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[ IM ]	[MN]	[MS]	(MO)	
[MT]	[NE] [SC]	{ NV } { SD }	[HH] [TN]	[NJ] [TX]	[MM] [UT]	{ NY } -	[ NC] [ VA ]	[ND] -{WA]	(OH) (WV)	[OK] [WI]	[OR] [WY]	(PA) (PR)	
	or Residence			and Stree	t, City, Sta	ate, Zip Co	ode)						
Name of .	Associated	Broker of	Dealer									÷	
States in V	Which Pers	son Listed	Has Solio	ited or Int	ends to So	olicit Purch	nasers						
	"All State			- ·						• • • • • • • •		□ All S	
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ ID ]	
[ IL ] [MT]	[ IN ] [ NE ]	[ IA ] [NV]	[KS]	[KY] [NJ]	[LA] [NM]	[ME]	(MD) [NC]	[MA] - [ND]	[MI] [OH]	[MN] [OK]	[MS]	[MO] [PA]	
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[ WI ]	[WY]	[PR]	
Full Name	(Last nan	ne first, if		1)									
Business o	r Residenc	e Address	(Number	and Street	. City. Sta	ite. Zip Co	ode)						
-			( - 2		,,		•						
Name of A	Associated	Broker or	Dealer			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,							
States in V	Vhich Pers	on Listed	Has Solic	ited or Inte	ends to So	licit Purch	asers						
(Check	"All States	or chec	k individu	al States).								☐ All S	tates
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ ID ]	İ
[IL]	[IN]	[ Al ]	[ KS ]	[KY]	[LA]	[ME]		[MA]	[MI]		[MS]	[MO]	
[MT]	(NE)	[NV]	[NH]	[NJ]	[MM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[ PA ] [ PR ]	
[ RI ]	[SC]	[SD]	(TN)	[TX]	(UT)	[ VT ]	[VA]	{WA}	[WV]	[WI].	[WY]	[FK]	i

1	1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box  and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Pric	Amount Already Sold
	Debt	5	\$
	Equity		+
	€ Common □ Preferred	V	<u> </u>
	Convertible Securities (including warrants)	S	s
	Partnership Interests	\$	
	Other (Specify)		
	Total		
	Answer also in Appendix, Column 3, if filing under ULOE.	·	
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number	Aggregate Dollar Amount
	$r_{\epsilon}$	Investors	of Purchases
	Accredited Investors	98	\$ 9,982,500
	Non-accredited Investors	2	<u>\$ 17,50</u> 0
	Total (for filings under Rule 504 only)	100	\$ 10,000,000
	Answer also in Appendix, Column 4, if filing under ULOE.		
١.	. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.	Time of	Dollar Amount
	Type of offering	Type of Security	Sold
	Rule 505		_ \$
	Regulation A	<del></del>	_ \$
	Rule 504		<u> </u>
	Total		_ S
•	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		<b>\$</b>
	Printing and Engraving Costs	C	s
	Legal Fees		\$ 85,000
	Accounting Fees		\$ 10,000
	Engineering Fees		<b>S</b>
	Sales Commissions (specify finders' fees separately)		S
	Other Expenses (identify) Blue Sky Fees and miscellaneous		s 10,000
		-	105 000

_	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND US	E OF PROCE	EDS	
	b. Enter the difference between the aggregate offering price given in response to Part C - Que tion 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the	he	\$_ <sup>9</sup> ,	895,000
5.	Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to a used for each of the purposes shown. If the amount for any purpose is not known, furnish a estimate and check the box to the left of the estimate. The total of the payments listed must equ the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above	an al		
		Payments to Officers, Directors, & Affiliates	e Pay	ments To Others
	Salaries and fees	S	_ 🗆 \$	
	Purchase of real estate	<b>S</b>	_ c s	
	Purchase, rental or leasing and installation of machinery and equipment	\$	cs	
	Construction or leasing of plant buildings and facilities	\$	_ o s	
	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	\$	s	
	Repayment of indebtedness	\$	_ 🗆 s	
	Working capital	s	_ D \$ 9,	395,000
	Other (specify): Lease acquisition and negotiation, salaries and out-of-pocket expenses	s	🗆 \$	500,000
	Column Totals			895,000
	Total Payments Listed (column totals added)	□ <b>s</b> 9	,895,000	-
	D. FEDERAL SIGNATURE			.3 /4 *
olic ue: su	issuer has duly caused this notice to be signed by the undersigned duly authorized person. If owing signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and E st of its staff, the information furnished by the issuer to any non-accredited investor pursuanter (Print or Type)  t United Bancorp, Inc.	this notice is fi xchange Comm	led under Ru uission, upon (b)(2) of Rul	written re-
	ne of Signer (Print or Type)  Title of Signer (Print or Type)	055	7	
Ol	hn Marino Prosident and Chief Operation	ng Officer		

-ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

,						
	C. OFFERING PRICE, NUMBER	R OF INVESTORS, EXPENSES AND	USE	OF PROCEED	s	<del></del>
	b. Enter the difference between the aggregate offetion I and total expenses furnished in response to "adjusted gross proceeds to the issuer."	Part C - Question 4.a. This difference	is the		;	<b>9,</b> 895,000
(	Indicate below the amount of the adjusted gross pused for each of the purposes shown. If the amount in the and check the box to the left of the estimate the adjusted gross proceeds to the issuer set forth	nt for any purpose is not known, furni e. The total of the payments listed must	sh an equal	Payments to Officers, Directors, & Affiliates		Payments To Others
	Salaries and fees	•••••	□ \$			S
	Purchase of real estate		□ \$.		<b>D</b> :	S
	Purchase, rental or leasing and installation of a	machinery and equipment	□ \$.		<u> </u>	5
	Construction or leasing of plant buildings and	facilities	□ \$_		<b>a</b> :	S
	Acquisition of other businesses (including the voffering that may be used in exchange for the issuer pursuant to a merger)	assets or securities of another	□ \$ <u>.</u>			S
	Repayment of indebtedness	••••	□ \$_			S
	Working capital		□ \$.		0:	9,395,000
	Other (specify): Lease acquisition an and out-of-pocket expenses	d negotiation, salaries	□ <b>\$</b> _	·		500,000
			□ <b>s</b> _		D :	S
	Column Totals	.,	□ <b>\$</b> .		<b>a</b> :	9,895,000
	Total Payments Listed (column totals added).			□ <b>\$</b> 9,8	ار 95	000_
	- <b>.</b> D	FEDERAL SIGNATURE	%(.)%,A		Ş., 3- T-	- 3 4 . *
he ollo	issuer has duly caused this notice to be signed by t wing signature constitutes an undertaking by the is t of its staff, the information furnished by the isst	the undersigned duly authorized person suer to furnish to the U.S. Securities an	. If th	is notice is filed	d und	er Rule 505, the upon written re-
	` -, '	Signature		Date	1,0	103
lst	United Bancorp, Inc.	7/10			128	100
am	e of Signer (Print or Type)	Title of Signer (Print or Type)		1		
Joh	n Marino	president and Chief Opera	ting	gorricer		

-ATTENTION-

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)